

## Filing at a Glance

Company: Westport Insurance Corporation

Product Name: Professional Liability - ProposedSERFF Tr Num: ERCB-125218269 State: Arkansas  
Merger

TOI: 17.1 Other Liability - Claims Made Only

SERFF Status: Closed

State Tr Num: AR-PC-07-025246

Sub-TOI: 17.1019 Professional Errors &

Co Tr Num: 07-02623

State Status:

Omissions Liability

Filing Type: Form

Co Status:

Reviewer(s): Betty Montesi, Edith  
Roberts

Author: Cindy Knoll

Disposition Date: 07-06-2007

Date Submitted: 06-27-2007

Disposition Status: Accepted For  
Informational Purposes

Effective Date Requested (New): 01-01-2008

Effective Date (New):

Effective Date Requested (Renewal): 01-01-2008

Effective Date (Renewal):

## General Information

Project Name: Professional Liability - Proposed Merger

Project Number: 07-02623

Status of Filing in Domicile: Pending

Domicile Status Comments: submitted  
concurrently

Reference Organization:

Reference Number:

Reference Title:

Advisory Org. Circular:

Filing Status Changed: 07-06-2007

State Status Changed: 06-28-2007

Deemer Date:

Corresponding Filing Tracking Number:

Filing Description:

\*\*\*Informational Only\*\*\*

The attached letter(s) is being submitted for informational purposes only and serves as our notification to you regarding the proposed merger of Westport Insurance Corporation/Employers Reinsurance Corporation. Please advice of your acknowledgement.

## Company and Contact

### Filing Contact Information

Cindy Knoll, Compliance Specialist

cindy\_knoll@swissre.com

5200 Metcalf

(800) 255-6931 [Phone]

Overland Park, KS 66201

(913) 676-6226[FAX]

### Filing Company Information

Westport Insurance Corporation  
5200 Metcalf  
Overland Park, KS 66201  
(800) 255-6931 ext. [Phone]

CoCode: 39845  
Group Code: 181  
Group Name: Swiss Re  
FEIN Number: 48-0921045  
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State of Domicile: Missouri  
Company Type:  
State ID Number:

## Filing Fees

Fee Required?	No
Retaliatory?	No
Fee Explanation:	
Per Company:	No

## Correspondence Summary

### Dispositions

Status	Created By	Created On	Date Submitted
Accepted For Edith Roberts Informational Purposes		07-06-2007	07-06-2007

## **Disposition**

Disposition Date: 07-06-2007

Effective Date (New):

Effective Date (Renewal):

Status: Accepted For Informational Purposes

Comment:

Rate data does NOT apply to filing.

Item Type	Item Name	Item Status	Public Access
Supporting Document	Uniform Transmittal Document-Property & Casualty	Accepted for Informational Purposes	Yes
	Explanatory Letter	Accepted for Informational Purposes	Yes

## Rate Information

Rate data does NOT apply to filing.

## Supporting Document Schedules

<b>Bypassed -Name:</b>		<b>Review Status:</b>	
Uniform Transmittal Document- Property & Casualty		Accepted for Informational Purposes	07-06-2007
<b>Bypass Reason:</b>			
N/A - Informational Only - Merger Notification			
<b>Comments:</b>			
<b>Satisfied -Name:</b>		<b>Review Status:</b>	
Explanatory Letter		Accepted for Informational Purposes	07-06-2007
<b>Comments:</b>			
<b>Attachments:</b>			
AR Merger letter_prof liability.pdf			
Arkansas Letter.pdf			





**Employers Reinsurance Corporation**  
5200 Metcalf  
Overland Park, KS 66201  
913-676-3162  
913-676-6226  
[www.swissre.com](http://www.swissre.com)

June 27, 2007

**VIA SERFF**

Arkansas Insurance Department  
Property & Casualty Division  
Little Rock, AR 72201-1904

Re: Swiss Re Plan of Corporate Simplification:  
Proposed Merger of Westport Insurance Corporation with and into  
Employers Reinsurance Corporation  
(Project No. 07-02623)

Dear Sir or Madam:

The purpose of this letter is to follow up on a letter sent to your department containing notification and explanation of the proposed merger of Westport Insurance Corporation (WIC) with and into Employers Reinsurance Corporation (ERC) to be effective January 1, 2008. A copy of this letter is attached for your reference.

It is our intent that rates, rules and forms currently on file with your department for WIC, NAIC #34207 continue to be on file following the merger with the surviving entity, ERC, NAIC #39845. ERC, the surviving entity, will change its name to WIC thus making it the flagship commercial insurance carrier in the US and preserving the marketability of WIC's name.

Accordingly, we respectfully request that the rates, rules and forms currently on file for WIC, NAIC #34207, be adopted for use by WIC, NAIC #39845 (formerly ERC) for the following programs effective January 1, 2008.

- Independent Insurance Agents Professional Liability Package
- Open Brokerage Coverage Units for Professionals
- Accountants Professional Liability and Ancillary Coverages Program (CPC)
- Accountants Professional Liability Program (Basic)
- Social Services

In addition, we request that approved rates, rules and forms currently on file for ERC, NAIC #39845, remain on file for ERC (renamed WIC) following the proposed January 1, 2008 merger for the following programs:

- Employment Practices Liability



Following completion of the merger, notices or endorsements, as required, will inform ERC policyholders of the change of company name to WIC. Lastly, for current WIC policyholders, in individual states requiring notices or endorsements, the policyholders will be notified that their insurer has changed from WIC, NAIC #34207, to WIC, formerly known as ERC, NAIC #39845.

If you have questions or require additional information, please contact me at the telephone number or email address below.

Sincerely,

Cindy Knoll  
Product & Regulatory Services Specialist  
800-255-6931, Ext. 5896  
cindy\_knoll@swissre.com



# ShipRequest™



Ship To: Mr. Mel Anderson  
Company: Chief Financial Examiner  
Address 1: Arkansas Insurance Dept.  
Address 2:  
Address 3: 1200 West Third Street  
City: Little Rock  
State/Province: Arkansas  
ZIP/Postal Code: 85018-7256  
Country: United States  
email:  
Phone:  
Account: John Bauer's Project  
Package Type: Letter  
Address Type: Commercial  
Deliver By: Tue, May 15, 2007 8:30 AM

Special Instructions:

Sender Name: Linda Turnbull  
email: linda\_turnbull@swissre.com  
Prepared By:  
Phone:



**Employers Reinsurance Corporation**  
5200 Metcalf  
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913-676-3162  
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[www.swissre.com](http://www.swissre.com)

May 14, 2007

**VIA EXPRESS MAIL SERVICE**

Mr. Mel Anderson  
Chief Financial Examiner  
Arkansas Insurance Department  
1200 West Third Street  
Little Rock, AR 85018-7256

Re: Swiss Re Plan of Corporate Simplification:  
Proposed Merger of Employers Reinsurance Corporation and  
Westport Insurance Corporation

Dear Mr. Anderson,

The purpose of this letter is to provide the Arkansas Insurance Department with advance notice of the proposed merger of Employers Reinsurance Corporation ("ERC") and Westport Insurance Corporation ("WIC"), affiliated Missouri-domiciled insurers both licensed to do business in Arkansas. The expected effective date of the merger is January 1, 2008.

As you may recall, Swiss Reinsurance Company, a Swiss corporation ("Swiss Re"), and General Electric Company, a New York corporation ("GE"), completed a transaction in June 2006 pursuant to which Swiss Re and its affiliates purchased GE Insurance Solutions Corporation, a Delaware corporation, comprised of most of GE's insurance and reinsurance operations. GE Insurance Solutions Corporation since has been renamed Swiss Re Solutions Holding Corporation ("SRSHC"), but it remains the holding company for the US-domiciled insurance entities formerly controlled by GE, including ERC and WIC. ERC is the direct parent of WIC.

Since closing the acquisition, Swiss Re has been reviewing the business operations of its many legal entities, both inside and outside the US, in order to create a plan of corporate simplification that would reduce the number of entities where possible. In brief, the goal of this evaluation is to create a plan which:

- Simplifies the Swiss Re operating structure;
- Consolidates legal entities to eliminate inefficiencies and maximize business operations;
- Provides a clear branding and marketing strategy; and
- Drives fundamental change in legal entity business models.

Certain aspects of this plan have already been initiated. With respect to the former GE Insurance Solutions entities, two mergers occurred in the past several months. GE Reinsurance Corporation, an Illinois corporation, was merged with and into Swiss Reinsurance America Corporation, a New



York corporation ("SRA"), effective January 1, 2007. Also, Coregis Insurance Company, an Indiana corporation, was merged with and into WIC, effective March 30, 2007. Both transactions received approval from the domiciliary regulators and notice was provided to all non-domestic states.

The next steps in the legal entity simplification process relate to the merger of WIC with and into ERC, effective January 1, 2008. Key elements of the merger plan are as follows:

- The reinsurance business of ERC will be transferred to SRA through a combination of novations and a 100% quota share reinsurance agreement;
- ERC, the surviving entity, will change its name to "Westport Insurance Corporation," thus making the surviving entity the flagship commercial insurance carrier in the US and preserving the marketability of WIC's name;
- Where permissible, we will seek approval to have existing approved WIC rates and forms adopted by ERC in advance of the merger;
- Where required, for those lines of business written by WIC and for which ERC is not currently licensed, we will file the appropriate UCAA applications on behalf of ERC;
- Existing agents appointed by WIC and with whom we will have continuing relationships will be appointed by ERC where they have not already been appointed;
- Following completion of the merger, notices or endorsements, as required, will inform ERC policyholders of the change of company name to WIC; and
- For current WIC policyholders, in individual states requiring notices or endorsements to policyholders that their insurer has changed from Westport Insurance Corporation, NAIC #34207, to Westport Insurance Corporation, formerly known as Employers Reinsurance Corporation, NAIC #39845, the appropriate notices or endorsements will be sent.

In the coming weeks and months, the Swiss Re subject matter experts for the above areas may be contacting your Department's subject matter experts to confirm our understanding of your state's requirements in these areas. The purpose of initiating these discussions at this time is to ensure that the merged entity is in a position to do business in your state in the same manner as we do today. We wish for this process to be transparent and seamless to our policyholders and regulators.

We understand that you and your colleagues will have questions about these plans and their implications. We look forward to having constructive discussions with you, and we are committed to compliance with your state's statutes and regulations.

Please feel free to contact me should you have any questions. I can be reached at 913.676.6596 or [john\\_bauer@swissre.com](mailto:john_bauer@swissre.com). We look forward to working with you.

Sincerely yours,

John W. Bauer  
Senior Legal Counsel, Head Compliance Americas